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**VIA E-MAIL
AND ECF FILING**

The Honorable Robert E. Gerber
United States Bankruptcy Judge
United States Bankruptcy Court
Southern District of New York
Alexander Hamilton Custom House
One Bowling Green
New York, New York 10004

**RE: In re Motors Liquidation Company, et al.
Case No. 09-50026 (REG)**

Letter re GUC Trust Asset Pleading.

Dear Judge Gerber:

We write on behalf of certain Non-Ignition Switch Plaintiffs represented by Co-Lead and Designated Counsel in response to the Court's instruction at the August 31, 2015 status conference that we apprise the Court of the status of the Non-Ignition Switch Plaintiffs' GUC Trust Asset Pleading. Capitalized terms used but not otherwise defined in this letter shall have the meanings ascribed to them in *The Ignition Switch Plaintiffs' No Strike Pleading With Regard To The Second Amended Consolidated Complaint; And The Non-Ignition Switch Plaintiffs' (I) Objection Pleading With Regard To The Second Amended Consolidated Complaint And (II) GUC Trust Asset Pleading*, dated June 24, 2015 [ECF No. 13247].

The Non-Ignition Switch Plaintiffs' GUC Trust Asset Pleading asserts that, notwithstanding the Decision with regard to equitable mootness, existing GUC Trust Assets that have yet to be distributed to GUC Trust Beneficiaries and the value that can only result from the Plaintiffs' claims triggering the accordion feature under the Sale Agreement may be used to satisfy late proofs of claim that may be authorized and subsequently allowed. The Non-Ignition Switch Plaintiffs have a good faith basis to assert that the Decision's equitable mootness holding is not applicable to them or, alternatively, that the holding is otherwise not applicable to those value sources as a remedy for Plaintiffs which could be fashioned for them without any detrimental impact to existing GUC Trust Beneficiaries or their reasonable investment expectations. Discovery in the MDL Action is ongoing and is likely to be relevant to the Non-Ignition Switch Plaintiffs' due process rights. Indeed, Phase 2



discovery, with Non-Ignition Switch claims as a key topic, is set to follow the current Phase 1 discovery, and will commence this Fall. Neither the Decision nor the Judgment addressed the Non-Ignition Switch Plaintiffs' due process rights. Furthermore, the Non-Ignition Switch Plaintiffs are not parties to the Ignition Switch Plaintiffs' appeal of the Court's equitable mootness determination.

Accordingly, while counsel anticipates that the Court's equitable mootness determination will likely apply to the Non-Ignition Switch Plaintiffs' ability to claw-back distributions already made, in order to properly preserve the Non-Ignition Switch Plaintiffs' rights on appeal (as relates to the accordion feature and funds not yet distributed) they require and respectfully request, a definitive ruling on the GUC Trust Asset Pleading. In that regard, the Non-Ignition Switch Plaintiffs agree that no additional briefing or oral argument is necessary with respect to the GUC Trust Asset Pleading and that the issues can be decided on the pleadings.

We thank the Court in advance for its consideration.

Respectfully submitted,

/s/ Steve W. Berman

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